

RIGHT-OF-WAY INSTRUMENT
ENTERGY MISSISSIPPI, INC.

KNOW ALL MEN BY THESE PRESENTS THAT: OSCAR C. CARR, III, AS TRUSTEE UNDER THE LEATHERMAN / CARR / BROWNLOW 2007 TRUST (referred to collectively, whether one or more, as "Grantor") for and in consideration of One Dollar, in hand paid, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does hereby grant, bargain, sell, transfer, assign, convey and warrant unto, and defend, Entergy Mississippi, Inc., and its successors and assigns (collectively "Grantee"), a right-of-way, servitude and easement 100 feet in width (see attached exhibit "A") for the location, relocation, improvements, repair, construction, reconstruction, operation, inspection, patrol, replacement, removal and maintenance of one or more electric power lines, circuit or circuits and/or communication facilities, now or in the future, including, but not necessarily limited to, poles, towers, cross arms, insulators, wires, cables, conduits, hardware, transformers, switches, guy wires, anchors and other equipment, structures, material and appurtenances, now or hereafter used, useful or desired in connection therewith by Grantee (hereinafter "Grantee's facilities") over, across, under or on that land of Grantor in the County of Desoto, State of Mississippi described as follows, to-wit:

Situated in the Northwest Quarter (NW ¼) and also in the Northeast Quarter (NE ¼) of Section 15, Township 2 South, Range 9 West in Desoto County, Mississippi as shown on the attached Exhibit "A" & "B" and made part hereof.

Grantor hereby grants to Grantee the rights of ingress and egress at any time, without notice, to, from, or along said right of way off of a county road now known as Baldwin Road near Johnson Creek in Desoto County, Mississippi, including, but not limited to, the passage of vehicles and equipment upon said right-of-way; the right to install and maintain single pole structures; and the right of Grantee to assign, license, and otherwise permit others to use in whole or part any or all of the rights, easements, servitudes, privileges or appurtenances granted herein.

Grantee shall have the full and continuing right, without further compensation, to clear and keep clear vegetation within or growing into said right-of-way and the further right to remove or modify from time to time trees, limbs, and/or vegetation outside the said right of way which Grantee considers a hazard to any of Grantee's facilities or a hazard to the rendering of adequate and dependable service to Grantor or any of Grantee's customers, by use of a variety of methods used in the vegetation management industry. As used in this paragraph, "hazard" includes any trees, limbs, and/or vegetation that Grantee determines are tall enough that if they fell may strike, hit, or come in contact with any of Grantee's facilities. Payment for the first cutting of trees, limbs, and other vegetation outside of the right-of-way is included in the initial consideration paid to Grantor. Grantee shall pay to Grantor, or Grantor's successor in title, the reasonable market value, as timber, of such trees when removed in the future outside of the said right-of-way.

Grantee shall pay Grantor for physical damages to Grantor's buildings or other structures located outside said right-of-way and to Grantor's growing annual crops, road, bridges and fences caused by the construction and maintenance of Grantee's facilities.

Grantor retains the right to use for Grantor's own purposes the land covered by the said right-of-way so long as such use does not interfere with Grantee's use of said right-of-way and other rights herein granted.

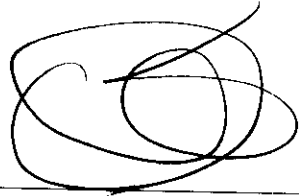
Grantor shall not construct or permit the construction of any structure, obstruction or other hazard within the said right-of-way, including but not limited to, house, barn, garage, shed, pond, pool, water impoundment, excavation or well, excepting only Grantor's fence(s) and Grantee's facilities. Grantor shall not construct or permit the construction of any buildings or other structures on land adjoining said right-of-way in violation of the minimum clearances from the lines and facilities of Grantee, as provided in the National Electrical Safety Code.

4/21/08 2:27:29
BK 582 PG 775
DESDOTO COUNTY, MS

156

5

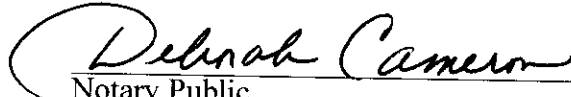
Prepared



OSCAR C. CARR, III, AS TRUSTEE
UNDER THE LEATHERMAN / CARR /
BROWNLOW 2007 TRUST

STATE OF Tennessee
COUNTY OF Shelby

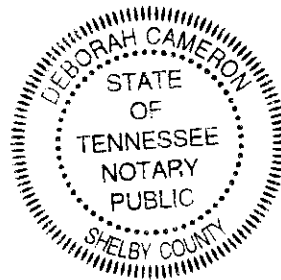
Personally appeared before me, the undersigned authority in and for the said county and state, on this 15th day of April, 2008, within my jurisdiction, the within named OSCAR C. CARR, III, who acknowledged that he is Trustee under the Leatherman / Carr / Brownlow 2007 Trust, and that in said representative capacity, he executed the above and foregoing instrument, after first having been duly authorized so to do.



Notary Public

My commission expires:

Nov. 12, 2008



prepared by
Entersy
Jeff Flowers
107 West Mayes St
Jackson, MS 39213
601-368-1621

EXHIBIT "B"

LEGAL DESCRIPTION

ENTERGY PARCEL NUMBER 30

TAX PARCEL NUMBER: 2095-1500.0-00001.02

PERMANENT ONE HUNDRED FOOT WIDE ENTERGY EASEMENT

BEING A PERIMETER DESCRIPTION OF A PROPOSED ONE HUNDRED (100) FOOT WIDE ELECTRIC TRANSMISSION LINE EASEMENT ACROSS PART OF THE OSCAR C. CARR, III, AS TRUSTEE PROPERTY OF RECORD IN WARRANTY DEED AT BOOK 558 – PAGE 395 AT THE OFFICE OF THE CHANCERY CLERK OF DESOTO COUNTY, MISSISSIPPI, SAID PROPOSED EASEMENT TO BE KNOWN FOR THE PURPOSES OF THIS DESCRIPTION AS "PERMANENT ONE HUNDRED FOOT WIDE ENTERGY EASEMENT", SAID PERMANENT ONE HUNDRED FOOT WIDE ENTERGY EASEMENT BEING DESCRIBED AS:

A TRACT OF LAND SITUATED IN THE NORTHWEST QUARTER AND ALSO IN THE NORTHEAST QUARTER OF SECTION 15, ALL IN TOWNSHIP 2 SOUTH, RANGE 9 WEST, ALL IN DESOTO COUNTY, MISSISSIPPI AND BEING MORE PARTICULARLY DESCRIBED AS:

COMMENCING AT A FOUND 2 INCH PIPE WITH CAP IN THE EASTERLY DEED LINE OF THE IRWIN COMPANY PROPERTY OF RECORD IN WARRANTY DEED AT BOOK 254 – PAGE 297, SAID PIPE WITH CAP BEING 54.6 FEET SOUTH OF THE SOUTHEAST CORNER OF SECTION 9, TOWNSHIP 2 SOUTH, RANGE 9 WEST (FOUND 10 INCH POST), SAID PIPE WITH CAP HAVING MISSISSIPPI STATE PLANE COORDINATES OF NORTHING 1,971,363.98 FEET AND EASTING 2,351,842.77 FEET (SEE COORDINATE NOTE BELOW); THENCE SOUTH 00 DEGREES 18 MINUTES 56 SECONDS EAST ALONG THE SAID EASTERLY DEED LINE OF THE IRWIN COMPANY PROPERTY – 676.77 FEET TO THE TRUE POINT OF BEGINNING OF THIS DESCRIPTION; SAID POINT OF BEGINNING HAVING MISSISSIPPI STATE PLANE COORDINATES OF NORTHING 1,970,687.22 FEET AND EASTING 2,351,846.49 FEET (SEE COORDINATE NOTE BELOW); THENCE ALONG THE PERIMETER OF SAID PERMANENT ONE HUNDRED FOOT WIDE ENTERGY EASEMENT THE FOLLOWING BEARINGS AND DISTANCES: SOUTH 81 DEGREES 57 MINUTES 49 SECONDS EAST (LEAVING SAID EASTERLY DEED LINE OF IRWIN COMPANY PROPERTY) – 1300.61 FEET TO AN ANGLE POINT; THENCE SOUTH 78 DEGREES 12 MINUTES 59 SECONDS EAST – 3985.75 FEET TO THE EASTERLY DEED LINE OF SAID OSCAR C. CARR, III, AS TRUSTEE PROPERTY OF RECORD IN WARRANTY DEED AT BOOK 558 – PAGE 395, SAID EASTERLY DEED LINE BEING 42 FEET WEST OF THE PHYSICAL CENTERLINE OF BALDWIN ROAD (PUBLIC, PAVED ROAD – WIDTH VARIES, PLEASE SEE BALDWIN ROAD RIGHT OF WAY NOTE BELOW); THENCE SOUTH 00 DEGREES 01 MINUTES 42 SECONDS EAST ALONG SAID EASTERLY DEED LINE OF SAID OSCAR C. CARR, III, AS TRUSTEE PROPERTY – 102.16 FEET; THENCE NORTH 78 DEGREES 12 MINUTES 59 SECONDS WEST (LEAVING SAID EASTERLY DEED LINE OF SAID OSCAR C. CARR, III, AS TRUSTEE PROPERTY) – 4003.39 FEET TO AN ANGLE POINT; THENCE NORTH 81 DEGREES 57 MINUTES 49 SECONDS WEST – 1282.66 FEET TO THE SAID EASTERLY DEED LINE OF IRWIN COMPANY PROPERTY; THENCE NORTH 00 DEGREES 18 MINUTES 56 SECONDS WEST ALONG SAID EASTERLY DEED LINE OF IRWIN COMPANY PROPERTY – 101.07 FEET TO THE POINT OF BEGINNING.

PERMANENT ONE HUNDRED FOOT WIDE ENTERGY EASEMENT CONTAINING 528,621 SQUARE FEET OR 12.135 ACRES, MORE OR LESS.

ABOVE DESCRIBED PERMANENT ONE HUNDRED FOOT WIDE ENTERGY EASEMENT IS VACANT LAND.

BY GRAPHIC DETERMINATION, PART OF THE ABOVE DESCRIBED PERMANENT ONE HUNDRED FOOT WIDE ENTERGY EASEMENT LIES WITHIN THE LIMITS OF THE SPECIAL FLOOD HAZARD

AREAS INUNDATED BY 100 YEAR FLOOD, PER FIRM/FEMA MAP NUMBER 28033C0042G, MAP REVISED JUNE 4, 2007.

ALL MATTERS OF PUBLIC RECORD ARE RECORDED AT THE OFFICE OF THE CHANCERY CLERK OF DESOTO COUNTY, MISSISSIPPI. ONLY THOSE MATTERS OF PUBLIC RECORD FURNISHED TO THE SURVEYOR BY ENTERGY MISSISSIPPI, INC. ARE SHOWN ON THIS SURVEY.

ALL REFERENCES TO GRID BEARINGS AND MISSISSIPPI STATE PLANE GRID COORDINATES AS INDICATED IN THIS LEGAL DESCRIPTION AND ON THE ACCOMPANYING SURVEY EXHIBIT ARE UNADJUSTED, NAD 83 - WEST ZONE, SURVEY FEET, WITH A CONVERGENCE ANGLE OF 00 DEGREES 06 MINUTES 20 SECONDS AND A COMBINED FACTOR OF 0.999942494 AT THE POINT OF COMMENCEMENT OF LEGAL DESCRIPTION. GRID COORDINATE VALUES WERE DETERMINED BY GLOBAL POSITIONING SURVEY (GPS) OBSERVATION AND OPUS SOLUTION.

BALDWIN ROAD RIGHT OF WAY NOTE:

AS TO PARCEL 30 (DESOTO COUNTY TAX PARCEL NUMBER 2095-1500.0-00001.02), NO DEED OR PLAT OF RECORD CONVEYING RIGHT OF WAY IN BALDWIN ROAD TO DESOTO COUNTY WAS PROVIDED TO THE SURVEYOR. THE OFFICE OF THE ENGINEER OF DESOTO COUNTY DOES NOT RECOGNIZE PRESCRIPTIVE RIGHTS OF WAY IN PUBLIC ROADS. THE EASTERLY LINE OF ABOVE DESCRIBED PERMANENT ONE HUNDRED FOOT WIDE ENTERGY EASEMENT MAY, OR MAY NOT, ABUT, OR BE CONTIGUOUS TO, THE EXISTING RIGHT OF WAY OF BALDWIN ROAD.

BK 582 PG 779

POB PARC 30
N 1970687.22
E 2351846.49

DONALD ROBERTSON AND
NEOMA ROBERTSON
BOOK 442 - PAGE 338

SAN SEWER (UTIL) ESMTS
[PROPOSED]

JOHNSON CREEK

TOP OF BANK

TOP OF BANK

ENTERGY EASEMENT
REQUIRED

2095-1500.0-00001.02

100 YR FLOOD LIMIT

OSCAR C. CARR III, AS TRUSTEE
BOOK 558 - PAGE 395

DONALD ROBERTSON AND
NEOMA W ROBERTSON
BOOK 442 - PAGE 338

LINE	DIRECTION	DISTANCE
L1	S81°57'49"E	1300.61'
L2	S78°12'59"E	3985.75'
L3	S00°01'42"E	102.16'
L4	N78°12'59"W	4003.39'
L5	N81°57'49"W	1282.66'
L6	N00°18'56"W	101.07'

[MS GRID NORTH
WEST - NAD83]

PERMANENT 100 FOOT WIDE ENTERGY EASEMENT REQUIRED: 12.135 AC OR 528,621 SQ FT [5286 LINEAR FEET]

DENOTES PERMANENT UTILITY EASEMENT REQUIRED

PL DENOTES OWNERSHIP DEED LINE
 O DENOTES FOUND PROPERTY CORNER

BY GRAPHIC DETERMINATION, PART OF THIS PARCEL LIES WITHIN THE
LIMITS OF THE SPECIAL FLOOD HAZARD AREAS INUNDATED BY 100 YEAR
FLOOD, PER FIRM/FEMA MAP NUMBER 28033C0042G, MAP REVISED
JUNE 4, 2007

THIS EXHIBIT MEETS THE MINIMUM REQUIREMENTS FOR A CLASS B MISSISSIPPI SURVEY.

BEARINGS AND COORDINATES SHOWN ON THIS PLAT ARE RELATIVE TO
MISSISSIPPI STATE PLANE COORDINATE SYSTEM
(SEE NOTE AT LEGAL DESCRIPTION)

THIS PARCEL IS SUBJECT TO RECORDED, UNRECORDED, OR M/S-INDEXED INSTRUMENTS OR EASEMENTS WHICH MIGHT BE REVEALED BY A CURRENT TITLE EXAMINATION OF SAID PARCEL.

EXHIBIT "A"
PARCEL 30
TAX ID: 2095-1500.0-00001.02

ENTERGY MISSISSIPPI, INC
TWINKLETOWN TO CHURCH ROAD TRANSMISSION LINE

OSCAR C. CARR, III, AS TRUSTEE
WARRANTY DEED AT BOOK 558 - PAGE 395]

SITUATED IN THE NORTHWEST 1/4 AND ALSO IN THE NORTHEAST 1/4 OF SECTION 15,
TOWNSHIP 2 SOUTH, RANGE 9 WEST,
DESO TO COUNTY, MISSISSIPPI

DRAWN BY: jra

CHECKED BY: CC

DATE: REISSUED 02/06/08

SCALE: 1" = 400'



**Pickering
Firm**
Incorporated

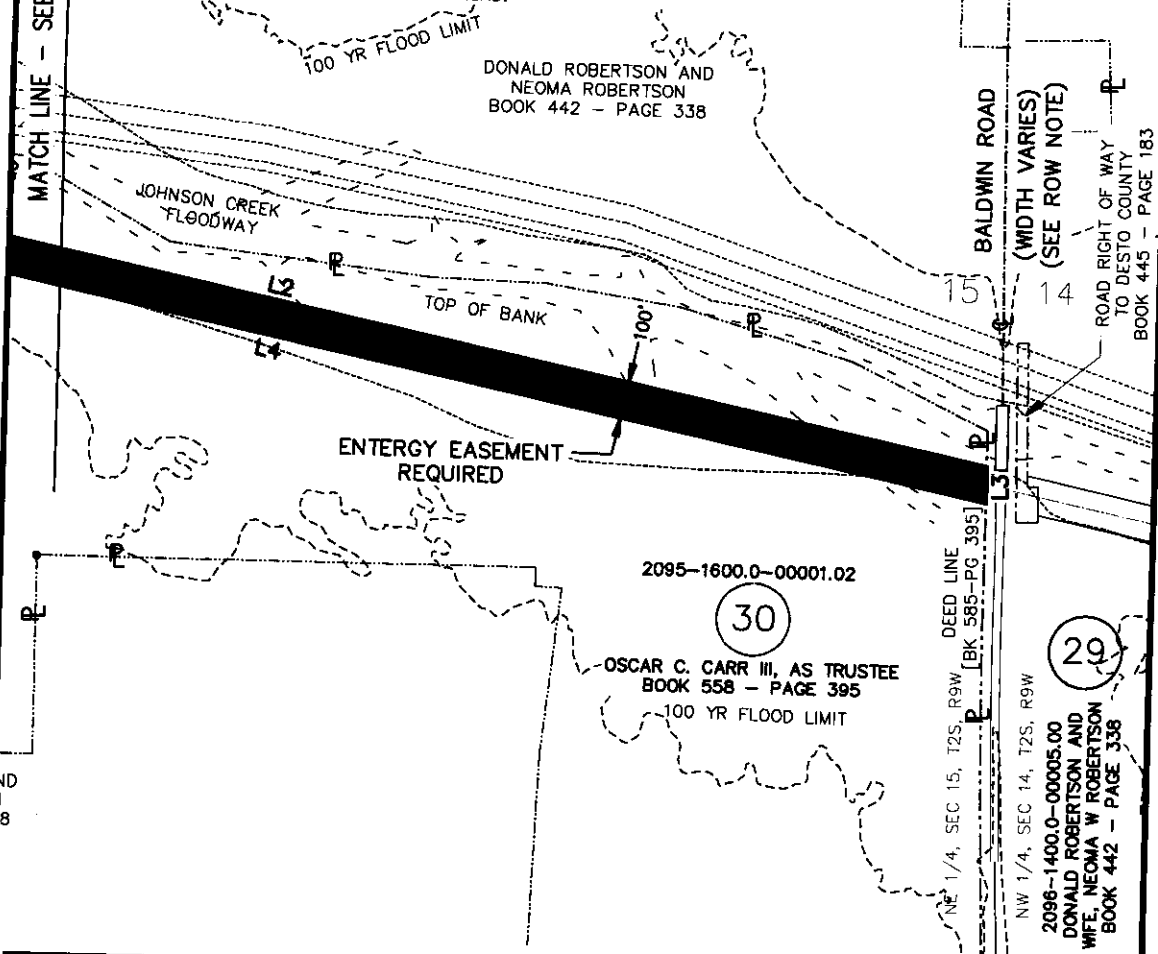
Architecture Planning
Management Engineering
6776 Lenox Center Court
Memphis, TN 38115

901.728.0510
901.272.6911 fax

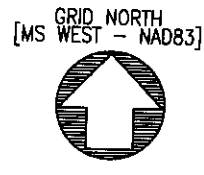
SHEET NUMBER
1 OF 2

MATCH LINE - SEE SHEET 1 OF 2

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ANNOTATED LINE TABLE		
LINE	DIRECTION	DISTANCE
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PARCEL 30
TAX ID: 2095-1500.0-00001.02

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TWINKLETOWN TO CHURCH ROAD TRANSMISSION LINE

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DESOTO COUNTY, MISSISSIPPI

DRAWN BY: jro	CHECKED BY: CC	DATE: REISSUED 02/06/08	SCALE: 1" = 400'
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Pickering Firm
Incorporated

Architecture Planning
Management Engineering
6775 Lenox Center Court
Memphis, TN 38116
901.728.0810
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SHEET NUMBER
2 OF 2